

TRINITY INDUSTRIES LEASING COMPANY  
2525 Stemmons Freeway  
Dallas, Texas 75207  
(214) 631-4420

RECORDATION NO. 15195-F  
Filed 1423

December 22, 1987  
RECORDATION NO. 15195-E  
Filed 1423

DEC 23 1987-1 25 PM

DEC 23 1987-1 25 PM

INTERSTATE COMMERCE COMMISSION

VIA FEDERAL EXPRESS

Secretary  
Interstate Commerce Commission  
Twelfth Street and Constitution Avenue  
Washington, D.C. 20423

Attn: Ms. Mildred Lee  
Room 2303

Re: Documents for Recordation

Dear Ms. Lee:

In accordance with the provisions of Section 11303 of the Interstate Commerce Act, as revised, and Rules and Regulations of the Interstate Commerce Commission ("ICC") thereunder, enclosed herewith for filing and recordation are the following documents:

1. Two (2) executed originals of a Partial Termination, a secondary document, dated December 21, 1987, between Trinity Industries Leasing Company and First RepublicBank Dallas, National Association, a national banking association, as Trustee; and
2. Two (2) executed originals of a Bill of Sale, a secondary document, dated December 21, 1987, between First RepublicBank Dallas, National Association, a national banking association, Trustee (as Seller), and Occidental Chemical Corporation (as Buyer).

The primary document to which each of the documents described above is connected is an Equipment Trust Agreement that is recorded under Recordation No. 15195.

The address of Trinity Industries Leasing Company is 2525 Stemmons Freeway, Dallas, Texas 75207, and the address of First RepublicBank Dallas, National Association, the Trustee, is 350 North St. Paul Street, Ninth Floor, One Dallas Centre, Dallas, Texas 75201.

The railroad equipment covered by the Partial Termination and the Bill of Sale is described in Exhibit A attached hereto.

Enclosed is a check in the amount of \$20.00 to cover the recordation fee.

Counterpart - W. C. Lee

12-23-87  
Date  
20.00  
Per  
ICC Washington, D. C.

Secretary  
Instate Commerce Commission  
December 22, 1987  
Page 2

You are hereby authorized to deliver any unneeded copies of the Partial Termination and Bill of Sale, with filing data noted thereon, following recordation thereof, to the representative of Gardner, Carton & Douglas, who is delivering this letter and said enclosures to you.

A short summary of the documents to appear in the index follows:

Secondary Documents. (i) Partial Termination, a secondary document, dated December 21, 1987, between Trinity Industries Leasing Company, 2525 Stemmons Freeway, Dallas, Texas 75207, and First Republic Bank Dallas, National Association, a national banking association, as Trustee, 350 North St. Paul Street, Ninth floor, One Dallas Centre, Dallas, Texas 75201, and covering various railroad cars, and connected to an Equipment Trust Agreement with Recordation No. 15195; and (ii) Bill of Sale, a secondary document, dated December 21, 1987, between First Republic Bank Dallas, National Association, a national banking association, Trustee (as Seller), and Occidental Chemical Corporation (as Buyer), and covering various railroad cars, and connected to an Equipment Trust Agreement with Recordation No. 15195.

Very truly yours,

TRINITY INDUSTRIES LEASING  
COMPANY

By:

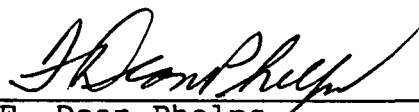
  
F. Dean Phelps  
Vice President  
(214) 631-4420

EXHIBIT A

Description of Trust Equipment

Railroad Car Lease Agreement dated September 11, 1986, between Trinity Industries Leasing Company and Occidental Chemical Corporation covering the following described railroad cars:

| <u>Number<br/>of Cars</u> | <u>Type</u>                                   | <u>Car Numbers</u> |
|---------------------------|---|--------------------|
| 32                        | 6,150 cu. ft.<br>LO<br>Covered Hopper<br>Cars | TILX 6219-6250     |

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

**OFFICE OF THE SECRETARY**

F. Dean Phelps  
2525 Stemmons Freeway  
Dallas, TX 75207

Dear Sir

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/23/87 at 1:25PM, and assigned recordation number(s) 15195-E & F

Sincerely yours,

*Nesta L. McGee*  
Secretary

Enclosure(s)

## BILL OF SALE

DEC 23 1987 -1 25 PM

INTERSTATE COMMERCE COMMISSION

THIS BILL OF SALE, dated the 21ST day of December, 1987, between First RepublicBank Dallas, National Association, a national banking association, as Trustee (hereinafter called "Seller"), and Occidental Chemical Corporation, a New York corporation (hereinafter called "Buyer"), as contemplated by Section 5.05(a) of the Equipment Trust Agreement dated as of March 15, 1987 (the "Equipment Trust Agreement"), between Seller and Trinity Industries Leasing Company (the "Company") pursuant to which the Company has delivered its Request that the Trust Equipment described in Exhibit A hereto be assigned to Buyer.

W I T N E S S E T H:

That in consideration of \$10.00 in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Seller does hereby sell, grant and convey to Buyer all of its right, title and interest in and to the Trust Equipment described in Exhibit A attached hereto and made a part hereof for all purposes.

Seller hereby warrants that it has good and marketable title to the described Trust Equipment and that Seller's title thereto is free from all liens and encumbrances. Seller further agrees to forever warrant and defend the title to the described Trust Equipment unto Buyer, its successors and assigns, against all lawful claims.

FIRST REPUBLICBANK DALLAS, NATIONAL  
ASSOCIATION, TRUSTEE

By:

Linda L. McNeil  
Vice President

(SEAL)

ATTEST:

Vincent P. [Signature]  
~~Assistant Secretary~~ TRUST OFFICER

STATE OF TEXAS     §  
                             §  
COUNTY OF DALLAS   §

On this 21st day of DECEMBER, 1987, before me personally appeared, LINDA MCNEIL, to me personally known, who being by me duly sworn, says that she is the Vice President of First Republic Bank Dallas, National Association, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[S E A L]

Gurtha E. Collins  
Notary Public

My Commission Expires:

GURTHA E. COLLINS  
Notary Public, State of Texas  
My Commission Expires 11-04-88

GURTHA E. COLLINS  
Print Name

EXHIBIT A

DESCRIPTION OF TRUST EQUIPMENT

Railroad Car Lease Agreement, dated September 11, 1986 between Trinity Industries Leasing Company and Occidental Chemical Corporation covering the following described railroad cars:

| <u>Number<br/>of Cars</u> | <u>Type</u>                               | <u>Car<br/>Numbers</u> |
|---------------------------|---|------------------------|
| 32                        | 6,150 cu.ft.<br>LO<br>Covered Hopper Cars | TILX 6219-6250         |